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Counsel for The Official Committee of Unsecured Creditors

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re)	Chapter 11 Cases
)	
DELPHI CORPORATION, <u>et al.</u> ,)	Case No. 05-44481 (RDD)
)	
Debtors.)	Jointly Administered
)	

**MOTION PURSUANT TO SECTIONS 105(a) AND 107(b) OF THE
BANKRUPTCY CODE AND BANKRUPTCY RULE 9018 FOR
ORDER AUTHORIZING MOVANTS TO FILE UNDER SEAL
THE JOINT EXPEDITED MOTION TO COMPEL DOCUMENTS AND
TESTIMONY IMPROPERLY WITHHELD AS PRIVILEGED**

TO: THE HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE:

By and through their respective counsel, the Official Committee of Unsecured Creditors (“Creditors’ Committee”), the Official Committee of Equity Security Holders (“Equity Committee”), and the Ad Hoc Trade Committee, (collectively, the “Committees”) of Delphi

Corporation as a debtor in possession and a reorganized debtor (“Delphi” or “Debtors”), hereby respectfully request leave of Court, pursuant to 11 U.S.C. § 107(b) and Bankruptcy Rule 9018, to file under seal the following documents which are or reference materials designated as Confidential or Highly Confidential in this matter:

1. The Committees’ Joint Expedited Motion to Compel Documents and Testimony Improperly Withheld as Privileged; and
2. All Exhibits affixed to the Committees’ Joint Expedited Motion.
3. Each of the above documents contains copies, excerpts of, or references to, deposition transcripts and production documents that have been designated as “Confidential” or “Highly Confidential” pursuant to the Protective Order entered in this matter.
4. Pursuant to the Protective Orders in this matter, if documents, materials, or information (including portions of deposition transcripts) designated as Confidential or Highly Confidential are to be included in any papers to be filed in this Court, counsel seeking to file such documentation shall seek a protective order under U.S.C. §107 (b) and move to file under seal those portions of the proposed filing containing information subject to the Protective Order.

5. The Committees respectfully request leave to file under seal the above
referenced materials.

Dated: January 8, 2007
New York, New York

LATHAM & WATKINS LLP

By: /s/ Robert J. Rosenberg
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Counsel for the Official Committee of
Unsecured Creditors

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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DELPHI CORPORATION, <u>et al.</u> ,)	Case No. 05-44481 (RDD)
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**ORDER AUTHORIZING MOVANTS TO FILE UNDER SEAL
THE JOINT EXPEDITED MOTION TO COMPEL DOCUMENTS AND
TESTIMONY IMPROPERLY WITHHELD AS PRIVILEGED AND ALL
ATTACHED EXHIBITS**

PENDING BEFORE THE COURT is the Official Committee of Unsecured Creditors' Motion Pursuant to Sections 105(a) and 107(b) of the Bankruptcy Code and Bankruptcy Rule 9018 for Order Authorizing Movants to File Under Seal the Joint Expedited Motion to Compel Documents and Testimony Improperly Withheld as Privileged. (Ct. Rec. ____).

The Court has considered the file and pending Motion, and is fully informed. Accordingly,

IT IS ORDERED THAT:

1. The Official Committee of Unsecured Creditors' Motion Pursuant to Sections 105(a) and 107(b) of the Bankruptcy Code and Bankruptcy Rule 9018 for Order Authorizing Movants to File Under Seal the Joint Expedited Motion to Compel Documents and Testimony Improperly Withheld as Privileged, **Ct. Rec. ____**, is **GRANTED**.

2. The Joint Expedited Motion to Compel Documents and Testimony Improperly Withheld as Privileged and all Affixed Exhibits shall be **FILED UNDER SEAL**.

IT IS SO ORDERED.

Dated: _____, 2007

HON. ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE